ZF INDIA

ZF STEERING GEAR (INDIA) LTD.

Regd. Office & Works :
Gat Nos. 1242 & 1244, Village Vadu BK., Tal. Shirur,
Dist. Pune - 412 216 (India) Tel.: 02137-305100,
Web : www.zfindia.com, Email Id: enquiry@zfindia.com
Corporate identity Number (CIN) : L29130PN1981PLC023734

TÜV NORD IATF 16949
TÜV NORD ISO 14001 ISO 45001

July 28, 2026

BSE Limited,
25th Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai- 400 001.

Ref: BSE Scrip Code No. 505163

Sub: Scrutinizers' Report for 46th Annual General Meeting held on July 27, 2026.

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed Scrutinizers' Report dated July 28, 2026 with respect to e-Voting for 46th Annual General Meeting of the Company, held on Monday, July 27, 2026, at 10:00 a.m. through electronic mode (Video Conferencing or Other Audio Visual Means), issued by M/s. SIUT and Co., LLP, Company Secretaries.

Further, the said report is also being uploaded on website of the Company at www.zfindia.com and on the website of the Stock Exchange at www.bseindia.com.

We request you to take the aforesaid on records.

Thank You,
Yours faithfully,
for **ZF Steering Gear (India) Limited**

SATISH JAYANTILAL MEHTA
Digitally signed by SATISH JAYANTILAL MEHTA
Date: 2026.07.28 14:42:30 +05'30'

Satish Mehta
Company Secretary and Compliance Officer
Membership No.: F3219

Head Office : - Pride Parmar Galaxy, 3rd Floor, C+E Wing, CTS No. 10+10A, Connaught Road, Sadhu Vaswani Chowk, Pune 411001

SCRUTINIZER'S REPORT

[*Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies (Management and Administration) Rule, 2014*]

To,
The Chairman,
Z F STEERING GEAR (INDIA) LIMITED
GAT NO 1242/1244 VILLAGEVADU BUDRUK
TAL SHIRUR, PUNE, MAHARASHTRA, INDIA, 412216

Dear Sir,

We, SIUT & Co LLP, Company Secretaries, have been appointed by the Board of Directors of **Z F STEERING GEAR (INDIA) LIMITED** ("the Company"), as a Scrutinizer for the purpose of scrutinizing the remote e-voting process along with e-voting during the Annual General Meeting ("AGM") and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of Companies Act, 2013, read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice (herein after referred to as the "resolutions") of the 46th Annual General Meeting (AGM) of the members of the Company, held on **Monday, 27th day of July, 2026** at 10:00 am through Video Conferencing **(VC)** or Other Audio Video Means **(OAVM)**.

1. The notice dated 12th May, 2026, convening the 46th Annual General Meeting (AGM) of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the below mentioned resolutions passed at the said AGM of the Company held on Monday 27th July 2026.

2. The management of the Company has to ensure compliance with requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice of the 46th Annual General Meeting (AGM) of the members of the Company. Our responsibility as a Scrutinizer for the E-voting process is restricted to make a Scrutinizer's report of the votes cast "**In Favour**" or "**Against**" the resolutions stated above and "**Invalid**" votes, based on the reports generated from e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide facilities for remote e-voting and e-voting during the AGM.

3. Further to the above, we submit our report as under:

i. The remote e-voting period commenced from Friday, 24th July, 2026 (9:00 A.M) and ended on Sunday, 26th July, 2026 (5:00 P.M).

ii. The members of the Company as on the Cut-off date i.e., Monday, 20th July, 2026 were entitled to vote on the resolutions as set out in the notice of 46th Annual General Meeting (AGM) of the Company.

iii. The votes cast via remote e-voting were blocked on Sunday, 26th July, 2026 immediately after completion of voting hours.

iv. At the Annual General Meeting for the benefit of the members attending the meeting who had not availed remote e-voting facility, the Chairman asked the Company Secretary to brief the members about the e-voting process. The Company Secretary directed e-voting during the AGM on one vote for one share basis i.e., at par with remote e-voting and results to be placed on the Company website within prescribed time limit. Such e-voting along with remote e-voting was unblocked after completion of such voting in presence of 2 witnesses who are not in employment of the Company.

v. Thereafter, considering votes by e-voting during the AGM and remote e-voting the combined result of the voting is annexed. The details containing ***inter alia***, list of Equity Shareholders, who voted "**for**" and "against" on each of the resolutions that were put to vote and which were Invalid, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. https://www.evoting.nsdl.com/ based on such report generated, the results of the e-voting is annexed.

Thanking You,
Yours Faithfully,

CS I U THAKUR
Partner

For SIUT & Co LLP
Company Secretaries
(Unique code: L2021MH011500)
Membership N.O: 2298
COP: 1402
Place: Pune
Date: 28.07.2026
UDIN: F002298H000953644

Peer Review No: 5460/2024

SIUT & Co LLP
Unique Code: L2021MH011500
PUNE
Company Secretaries

VOTING RESULTS

ZF STEERING GEAR (INDIA) LIMITED
CIN: L29130PN1981PLC023734

Based on the data downloaded from website of National Securities Depository Limited (NSDL), for e-voting process and remote e-voting conducted at the AGM, we now submit combined report (remote e-voting & voting) as under:

Resolution No. 01

(a) To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2026 together with the Reports of the Board of Directors and the Auditors thereon.

(b) To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2026 and the Report of the Auditors thereon.

Resolution as an **Ordinary Resolution:**

	E-VOTING		REMOTE E-VOTING		TOTAL VOTES	PERCENTAGE
	NO OF MEMBERS	NO OF VOTES	NO OF MEMBERS	NO OF VOTES	E-VOTING & REMOTE E-VOTING	
IN FAVOUR	2	2	39	5969260	5969262	99.999949742
AGAINST	-	-	3	3	3	0.000050258
INVALID VOTES	-	-	-	-	-	NA

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 02

To appoint a Director in place of Mr. Utkarsh Munot (DIN: 00049903), who retires by rotation under the provisions of Section 152(6) of the Companies Act, 2013, and being eligible, offers himself for re-appointment.

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Resolution as an **Ordinary Resolution:**

	E-VOTING		REMOTE E-VOTING		TOTAL VOTES	PERCENTAGE
	NO OF MEMBERS	NO OF VOTES	NO OF MEMBERS	NO OF VOTES	E-VOTING & REMOTE E-VOTING	
IN FAVOUR	2	2	37	5969220	5969222	99.999279643
AGAINST	-	-	5	43	43	0.000720357
INVALID VOTES	-	-	-	-	-	NA

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 03

Re-appointment of Mr. Dinesh Munot (DIN: 00049801) as the Chairman and Whole-Time Director of the Company.

Resolution as a **Special Resolution:**

	E-VOTING		REMOTE E-VOTING		TOTAL VOTES	PERCENTAGE
	NO OF MEMBERS	NO OF VOTES	NO OF MEMBERS	NO OF VOTES	E-VOTING & REMOTE E-VOTING	
IN FAVOUR	2	2	38	5969235	5969237	99.99953093
AGAINST	-	-	4	28	28	0.00046907
INVALID VOTES	-	-	-	-	-	NA

RESULT

As the number of votes cast in favour of the resolution were more than three times the number of votes cast against, we report that the Special Resolution with regard to Item No. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

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Resolution No. 04

Re-appointment of Mr. Utkarsh Munot (DIN:00049903), as the Managing Director of the Company.

Resolution as a **Special Resolution:**

	E-VOTING		REMOTE E-VOTING		TOTAL VOTES	PERCENTAGE
	NO OF MEMBERS	NO OF VOTES	NO OF MEMBERS	NO OF VOTES	E-VOTING & REMOTE E-VOTING	
IN FAVOUR	2	2	37	5969220	5969222	99.999279643
AGAINST	-	-	5	43	43	0.000720357
INVALID VOTES	-	-	-	-	-	NA

RESULT

As the number of votes cast in favour of the resolution were more than three times the number of votes cast against, we report that the Special Resolution with regard to Item No. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Resolution No. 05

Approval of Material Related Party Transactions by the Company and/ or its subsidiaries.

Resolution as an **Ordinary Resolution:**

	E-VOTING		REMOTE E-VOTING		TOTAL VOTES	PERCENTAGE
	NO OF MEMBERS	NO OF VOTES	NO OF MEMBERS	NO OF VOTES	E-VOTING & REMOTE E-VOTING	
IN FAVOUR	2	2	27	534398	534400	99.95454911
AGAINST	-	-	6	243	243	0.04545089
INVALID VOTES	-	-	2	391611	391611	NA

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

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Resolution No. 06

Approval of Material Related Party Transactions by and between subsidiaries of the Company:

Resolution as an **Ordinary Resolution:**

	E-VOTING		REMOTE E-VOTING		TOTAL VOTES	PERCENTAGE
	NO OF MEMBERS	NO OF VOTES	NO OF MEMBERS	NO OF VOTES	E-VOTING & REMOTE E-VOTING	
IN FAVOUR	2	2	27	534398	534400	99.95454911
AGAINST	-	-	6	243	243	0.04545089
INVALID VOTES	-	-	2	391611	391611	NA

RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item No. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

As informed by the Company, **Forty- Five (45)** Members attended the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Thanking You,
Yours Faithfully,

CS I U Thakur
Partner

SIUT & Co LLP
Unique Code: L2021MH011500
PUNE
Company Secretaries

DINESH HIRACHAND MUNOT
Digitally signed by DINESH HIRACHAND MUNOT
Date: 2026.07.28 14:43:05 +05'30'

For SIUT & Co LLP
Company Secretaries
(Unique code: L2021MH011500)
Membership N.O: 2298
COP: 1402
Place: Pune
Date: 28.07.2026
UDIN: F002298H000953644

Peer Review No: 5460/2024